

Exhibit D

Eqttgur qpf gpeg'Dgw ggp'Eqwpugn

Asher, Monica

From: Levander, Samuel <slevander@cgsh.com>
Sent: Wednesday, February 24, 2021 2:01 PM
To: Asher, Monica
Cc: Kratenstein, Andrew; Rosenthal, Jeffrey A.; Saenz, Andres; Schweitzer, Lisa M.; Vicens, Elizabeth (Lisa); Nkodo, Julie-Irene; Balter, Emily; Levy, Jennifer
Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Follow Up Flag: Follow up
Flag Status: Flagged

[External Email]

Monica,

Thank you again for our meet and confer yesterday. We confirm that we would like you to initiate processing of the second tranche using the Harvester method you proposed. We understand that RFR reserves its right to seek cost-shifting, and Vale reserves its right to oppose any such request.

Best regards,
Sam

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From: Levander, Samuel <slevander@cgsh.com>
Sent: Tuesday, February 23, 2021 6:13 PM
To: Asher, Monica <MAsher@mwe.com>
Cc: Kratenstein, Andrew <AKratenstein@mwe.com>; Rosenthal, Jeffrey A. <jrosenthal@cgsh.com>; Saenz, Andres <asaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Nkodo, Julie-Irene <jnkodo@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Levy, Jennifer <jlevy@cgsh.com>
Subject: RE: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Monica,

Thank you very much for the productive call.

Please let us know as you review the "Karstadt" documents if you are identifying false positives related to the town of Karstadt or otherwise, and proposed solutions to cull such non-responsive documents from the review set.

We are pleased to hear that, following our initial correspondence, the estimated cost for processing the second tranche of German data has decreased from €38,760 to €26,000. As discussed, we confirm that we want you to go forward with discovery of the second tranche, but we are considering one further idea to do it at lower cost. We will revert back to you in the morning. Please hold off on initiating processing until you hear back from us then.

Best regards,

Sam

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From: Asher, Monica <MAsher@mwe.com>

Sent: Tuesday, February 23, 2021 3:44 PM

To: Levander, Samuel <slevander@cgsh.com>

Cc: Kratenstein, Andrew <AKratenstein@mwe.com>; Rosenthal, Jeffrey A. <irosenthal@cgsh.com>; Saenz, Andres <aasaenz@cgsh.com>; Schweitzer, Lisa M. <lschweitzer@cgsh.com>; Vicens, Elizabeth (Lisa) <evicens@cgsh.com>; Nkodo, Julie-Irene <jnkodo@cgsh.com>; Balter, Emily <ebalter@cgsh.com>; Levy, Jennifer <jlevy@cgsh.com>

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Let's speak at 5:30. I will circulate a dial in.

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From: Levander, Samuel <slevander@cgsh.com>

Sent: Tuesday, February 23, 2021 3:24 PM

To: Asher, Monica <MAsher@mwe.com>

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Monica,

We think it would make sense to have a brief conversation to discuss how we might limit the search burden for the term "Karstadt" without setting an arbitrarily high responsiveness threshold.

From your description below, it would seem that the only difference between the first and second tranches is the relevant time period. Given that the Karstadt transaction occurred in 2017 and the Chrysler Building transaction occurred in 2019, we do not think it would be appropriate to carve out the 2017-19 period from your searches.

We would like to discuss potential strategies to reduce costs of processing the second tranche of data. To that end, we would propose that our e-discovery expert, Jennifer Levy, join us for a call.

We are available to discuss after 5:30pm today.

Best,
Sam

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From: Asher, Monica <MAsher@mwe.com>
Sent: Tuesday, February 23, 2021 11:24 AM
To: Levander, Samuel <slevander@cgsh.com>
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Sam,

As to Karstadt, we suggest a compromise of running the term “Karstadt w/30 (portfolio OR Kaufhof)”. We will do some sampling in the set of documents that hit on “Karstadt,” but not the above term, and if a majority of the documents sampled are responsive, we will review all of the documents that hit on “Karstadt”. Please let us know if this is agreeable.

As to the second tranche of documents, in response to your questions:

- Do you have an understanding of the difference between the documents in the first and second tranches? From what we can tell, the first tranche has documents from 2015-2017 and 2020, and the second tranche has documents from 2017-2019, but we cannot be certain at this stage.
- Is there a total of two tranches, or do you anticipate there being more tranches to process beyond this second tranche? There are only these two tranches.
- When do you expect to finalize your review of the first tranche? By the end of next week (though that may be pushed out if we are to include all of the Karstadt documents).
- Does the second tranche cover new custodians excluded from the first tranche, or cover a time period that was excluded from the first tranche? The two tranches cover the same custodians. As I noted in response to the first bulleted question, there appears to be some difference in time period.

If you would like a call to discuss, please propose times that work for you this afternoon or tomorrow morning between 10-12.

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From: Levander, Samuel <slevander@cgsh.com>
Sent: Tuesday, February 23, 2021 10:58 AM
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Monica,

Thank you very much for the update. As always, we are happy to discuss any reasonable proposals you have to reduce the burden and expense on your client that fulfill your obligation to produce documents responsive to Vale's subpoenas.

As to your specific requests:

- **Karstadt:** While we understand that there is a very small German town named Karstadt (population 6,600), we suspect that most, if not all, of your hits related to the German department store chain named Karstadt that you have identified in which RFR acquired an interest from Beny Steinmetz. *See Letter from RFR to the Court, ECF 58 at 2 ("The second transaction was RFR's purchase of Steinmetz's interest in a German department store chain."); RFR0004053 (RFR's Letter of Intent for the "Karstadt Portfolio").* We therefore do not think it makes sense to remove this term on that basis. However, if you are able to confirm that these documents indeed relate to the small German town rather than the department store, we would be open to discussing the possibility of culling such documents from your review.
- **Second Tranche:** In order to provide our views, there are a number of questions we hope you can answer for us, such as:
 - Do you have an understanding of the difference between the documents in the first and second tranches?
 - Is there a total of two tranches, or do you anticipate there being more tranches to process beyond this second tranche?
 - When do you expect to finalize your review of the first tranche?
 - Does the second tranche cover new custodians excluded from the first tranche, or cover a time period that was excluded from the first tranche?

Please let us know if it would be helpful to have a call to discuss.

Best regards,
Sam

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Subject: In re Application of Vale S.A., Vale Holdings B.V., and Vale International S.A.

Sam,

I am writing with an update on RFR's production. As to the US documents, we have completed the review and will produce the remaining documents today via Cleary's FTP. We are preparing a categorical privilege log, which will follow.

As to the German documents, the collection has been difficult because, as we have told you, the emails were archived. As a result, collecting documents required pulling full email inboxes and processing them. We have now processed a first tranche of this data (at a cost of approximately €10,000 for processing). The term "Karstadt" returned a significant number of documents (2,502 including families), which was out of proportion with the other terms. We believe that the high hit rate occurred because Karstadt is the name of a German city. When we negotiated search terms last summer/fall, you agreed to eliminate other terms that were city names. However, we did not discuss "Karstadt" at that time. We would like to remove "Karstadt" from the list for the same reasons we removed the other city names. Please let us know if you agree.

We have also obtained from our client a second tranche of German data, which is much larger than the first (465 GB) and will cost an additional estimated €38,760 to process. We believe the second tranche contains data from 2018-2019. There is no way to reduce or narrow the size of the data before processing. This is an exorbitant amount to spend on processing alone, particularly in response to a third party subpoena and in light of the fact that the responsiveness rate for documents reviewed to date has been extremely low and the transaction documents for the one German transaction at issue have already been produced.

Please advise us by the end of the day tomorrow how you would like to proceed as, if you do instruct us to have that data processed, it will be a significant expense. We need to know promptly as, if you do instruct us to proceed, we want these documents processed, search terms applied, and ready for review when the document reviewers finish the first tranche so that our clients are not paying for down days or risking having to restart review later with a new team of project attorneys who are unfamiliar with the documents and have to be trained.

Monica

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